IN THE CLAIMS:

This listing of claims will replace all prior versions and listings of the claims in this application.

- 1. (Currently Amended) A thermoset resin composition comprising a an oligomeric hydroxy-terminated oligmeric phosphonate comprising the repeating structure -OP(=O) (R) OArylene-, where R is alkyl, optionally in the presence of another flame retardant.
- 2. (Currently Amended) A composition as claimed in Claim 1 wherein the content of oligomeric hydroxy-terminated phosphonate ranges from about 20% to about 100%, based upon the total number of termination ends that potentially could hold such end groups, preferably from about 50% to about 100%.
- 3. (Original) A composition as claimed in Claim 1 wherein Arylene is 1, 3-phenylene.
- (Original) A composition as claimed in Claim 1 wherein R is lower 4. alkyl.
- 5. (Original) A composition as claimed in Claim 1 wherein Arylene is 1,3 phenylene and R is lower alkyl.
- (Original) A composition as claimed in Claim 1 wherein Arylene is 1,3-phenylene and R is methyl.
- 7. (Original) A composition as claimed in Claim 1 wherein Arylene is a bisphenol diradical unit.
- 8. (Original) A composition as claimed in Claim 1 wherein Arylene is a bisphenol diradical unit and R is methyl.

(Currently Amended) A composition as claimed in any of Claims

1-8 wherein the thermoset resin is an epoxy resin, optionally wherein the

oligomeric hydroxy-terminated phosphonate and the epoxy have been

prereacted with one another.

Claim 10. Canceled.

- 11. (Currently Amended) An epoxy laminate meeting a flame retardant

 UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding

 amount of the oligoneric oligomeric hydroxy-terminated phosphonate as claimed in Claim

 1.
- 12. (Currently Amended) An epoxy laminate meeting a flame retardant UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding amount of the oligomeric oligomeric hydroxy-terminated phosphonate as claimed in Claim 2.
- 13. (Currently Amended) An epoxy laminate meeting a flame retardant UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding amount of the oligomeric hydroxy-terminated phosphonate as claimed in Claim 3.
- 14. (Currently Amended) An epoxy laminate meeting a flame retardant

 UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding

 amount of the oligomeric oligomeric hydroxy-terminated phosphonate as claimed in Claim

 4.

- 15. (Currently Amended) An epoxy laminate meeting a flame retardant

 UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding amount of the oligmeric oligomeric hydroxy-terminated phosphonate as claimed in Claim 5.
- 16. (Currently Amended) An epoxy laminate meeting a flame retardant

 UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding

 amount of the oligoneric hydroxy-terminated phosphonate as claimed in Claim

 6.
- 17. (Currently Amended) An epoxy laminate meeting a flame retardant UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding amount of the oligmeric oligomeric hydroxy-terminated phosphonate as claimed in Claim 7.
- 18. (Currently Amended) An epoxy laminate meeting a flame retardant UL-94 rating of V-0 and resistant to delamination which comprises a flame retarding amount of the oligomeric hydroxy-terminated phosphonate as claimed in Claim 8.
- 19. (Currently Amended) A composition comprising a <u>an oligomeric</u> hydroxy-terminated oligmeric phosphonate comprising the repeating structure OP(=O)(R) OArylene-, where R is alkyl.
- 20. (Currently Amended) A composition as claimed in Claim 19 wherein the content of <u>oligomeric</u> hydroxy-terminated phosphonate ranges from about 20% to about 100%, based upon the total number of termination ends that potentially could hold such end groups, preferably from about 50% to about 100%.

- 21. (Previously Presented) A composition as claimed in Claim 19 wherein Arylene is 1, 3-phenylene.
- 22. (Previously Presented) A composition as claimed in Claim 19 wherein R is lower alkyl.
- 23. (Previously Presented) A composition as claimed in Claim 19 wherein Arylene is 1,3-phenylene and R is lower alkyl.
- 24. (Previously Presented) A composition as claimed in Claim 19 wherein Arylene is 1,3-phenylene and R is methyl.
- 25. (Previously Presented) A composition as claimed in Claim 19 wherein Arylene is a bisphenol diradical unit.
- 26. (Previously Presented) A composition as claimed in Claim 19 wherein Arylene is a bisphenol diradical unit and R is methyl.

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IN THE CLAIMS:

Amend Claims 2-6 as follows and add Claims 7-10:

- (Original) An epoxy resin composition comprising an epoxy resin 1. and, as the effective curing agent, an epoxy-reactive polyphosphonate.
- (Previously amended) A composition as claimed in Claim 1 2. wherein the epoxy resin comprises from about 50% to about 95%, by weight of the total weight of the composition.
- (Previously amended) A composition as claimed in Claim 1 wherein the epoxy resin comprises from 65% to 90% by weight of the total weight.
- (Previously amended) A composition as claimed in Claim 1 wherein the polyphosphonate comprises from about 5% to 50%, by weight of the total weight of the composition.
- (Previously amended) A composition as claimed in Claim 1 5. wherein the polyphosphonate comprises from 10% to 35% by weight of the total weight.

6. (Currently amended) A composition as claimed in Claim1 wherein the polyphosphonate has the formula

where "Y" is an arylene and "n" can range from about 2 to about 30.

7. (Currently amended) A composition as claimed in Claim 2 wherein the polyphosphonate has the formula

$$HO-Y- - O - P - O - Y - OH$$

where "Y" is an arylene and "n" can range from about 2 to about 30.

8. (Currently amended) A composition as claimed in Claim 3 wherein the polyphosphonate has the formula

$$HO-Y- - O - P - O - Y - OH$$

where "Y" is an arylene and "n" can range from about 2 to about 30.

9. (Currently amended) A composition as claimed in Claim 4 wherein the polyphosphonate has the formula

$$\left[\left[\begin{array}{c} 0 & 0 & 0 \\ 0 & 0 & 0 \end{array} \right] \left[\begin{array}{c} 0 & 0 & 0 \\ 0 & 0 & 0 \end{array} \right] \left[\begin{array}{c} 0 & 0 & 0 \\ 0 & 0 & 0 \end{array} \right] \right]$$

$$HO-Y = \begin{bmatrix} O & 0 & 0 & 0 \\ 0 & P & O & Y \end{bmatrix}_{n}O = \begin{bmatrix} O & 0 & 0 \\ 0 & P & O & Y \end{bmatrix}$$

where "Y" is an arylene and "n" can range from about 2 to about 30.

10. (Currently amended) A composition as claimed in Claim 5 wherein the polyphosphonate has the formula

$$HO-Y$$
 O R O Y R O R R

where "Y" is an arylene and "n" can range from about 2 to about 30.